

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Ref. Nos. 94, 140 & 323

CERTIFICATION OF COUNSEL

I, Kimberly A. Brown, counsel to the above-captioned debtors and debtors-in-possession (the “Debtors”), hereby certify as follows to the best of my knowledge, information and belief:

1. On November 22, 2022, the Debtors filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) the *Motion for Entry of Interim and Final Orders (A) Authorizing the Debtors, in Their Sole Discretion, to Provide Indemnification and Exculpation to Certain Individuals, (B) Authorizing Certain Actions Pursuant to Section 363 of the Bankruptcy Code, and (C) Granting Certain Related Relief* [D.I. 94] (the “Motion”).

2. On November 22, 2022, the Court entered the *Interim Order (A) Authorizing the Debtors, in their Sole Discretion, to Provide Indemnification and Exculpation to Certain Individuals, (B) Authorizing Certain Actions Pursuant to Section 363 of the Bankruptcy Code, and (C) Granting Certain Related Relief* [D.I. 140].

3. On December 28, 2022, the Court entered the *Order (A) Authorizing the Debtors' Indemnification and Exculpation Motion and the Interim Indemnification and Exculpation Order to be Unsealed (B) Granting Related Relief* [D.I. 323].

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>.

4. On January 11, 2023, the Debtors filed the *Notice of Revised Orders* [D.I. 464] attaching as **Exhibit B-1** thereto a revised form of order (the “Revised Order”).

5. The Debtors received informal comments (the “Informal Comments”) from the Official Committee of Unsecured Creditors (the “Committee”) and the Office of the United States Trustee (the “U.S. Trustee”).

6. On January 11, 2023, the Court held a hearing (the “Hearing”) to consider, among other things, entry of the Revised Order.

7. Pursuant to the presentation on the record and the modifications agreed to at the Hearing, the Debtors have further revised the proposed form of order (the “Final Order”), a copy of which is attached hereto as **Exhibit A**. A copy of the Final Order compared against the Revised Order is attached hereto as **Exhibit B**.

8. The Final Order has been circulated to the U.S. Trustee and the Committee (collectively, the “Parties”). The Parties do not object to entry of the Final Order. In accordance with the Court’s electronic order processing procedures, a clean copy of the Final Order shall be uploaded to CM/ECF.

9. Accordingly, the Debtors respectfully request that the Court enter the Final Order at its earliest convenience.

Dated: January 13, 2023
Wilmington, Delaware

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/s/ Kimberly A. Brown

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